

(Include Holding Company Where Applicable)

Popular, Inc.	

Point of Contact:	Jose A. Mendez	RSSD: (For Bank Holding Companies)	1129382
UST Sequence Number:	117	Docket Number: (For Thrift Holding Companies)	
CPP/CDCI Funds Received:	935,000,000	FDIC Certificate Number: (For Depository Institutions)	
CPP/CDCI Funds Repaid to Date:		Credit Union Charter Number: (For Credit Unions)	
Date Funded (first funding):	December 05, 2008	City:	San Juan
Date Repaid ¹ :	N/A	State:	Puerto Rico

American taxpayers are quite interested in knowing how banks have used the money that Treasury has invested under the Capital Purchase Program (CPP) and Community Development Capital Initiative (CDCI). To answer that question, Treasury is seeking responses that describe generally how the CPP/CDCI investment has affected the operation of your business. We understand that once received, the cash associated with TARP funding is indistinguishable from other cash sources, unless the funds were segregated, and therefore it may not be feasible to identify precisely how the CPP/CDCI investment was deployed or how many CPP/CDCI dollars were allocated to each use. Nevertheless, we ask you to provide as much information as you can about how you have used the capital Treasury has provided, and how your uses of that capital have changed over time. Treasury will be pairing this survey with a summary of certain balance sheet and other financial data from your institution's regulatory filings, so to the extent you find it helpful to do so, please feel free to refer to your institution's quarterly call reports to illustrate your answers. This is your opportunity to speak to the taxpayers in your own words, which will be posted on our website.

What specific ways did your institution utilize CPP/CDCI capital? Check all that apply and elaborate as appropriate, especially if the uses have shifted over time. Your responses should reflect actions taken over the past year (or for the portion of the year in which CPP/CDCI funds were outstanding).

Х	Increase lending or reduce lending less than otherwise would have occurred.
	See comments on the last page under the caption "Please describe any other actions that you were able to undertake with the capital
	infusion of CPP/CDCI funds".

¹If repayment was incremental, please enter the most recent repayment date.







Ро	Popular, Inc.		
Х	To the extent the funds supported increased lending, please describe the major type of loans, if possible (residential mortgage loans, commercial mortgage loans, small business loans, etc.).		
	See comments on the last page under the caption "Please describe any other actions that you were able to undertake with the capital infusion of CPP/CDCI funds".		
	Increase securities purchased (ABS, MBS, etc.).		
	Make other investments.		







Popular, Inc.		
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	Increase reserves for non-performing assets.	
	Reduce borrowings.	
	Reduce borrowings.	
	Increase charge-offs.	



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Х	Purchase another financial institution or purchase assets from another financial institution.
S	See comments on the last page under the caption "Please describe any other actions that you were able to undertake with the capital nfusion of CPP/CDCI funds".
I	Held as non-leveraged increase to total capital.

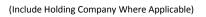


NAME OF INSTITUTION

Popular, Inc.		
at actions were you able to avoid because of the capital infusion of CPP/CDCI funds?		



Popular, Inc.





What actions were you able to take that you may not have taken without the capital infusion of CPP/CDCI funds?		







Popular, Inc.

Please describe any other actions that you were able to undertake with the capital infusion of CPP/CDCI funds.	
The funds received under the TARP's Capital Purchase Program during December 2008 gave Popular (the Corporation) the opportunity of the Corporation of the Corporatio	ortunity to
raise capital quickly and improve our liquidity position, at low cost, with limited shareholder dilution, at a time when the unpro-	ecedented
market instability made it difficult for us to raise capital. We have used proceeds from the TARP, together with other available	
make capital contributions and loans to our banking subsidiaries to ensure they remain well-capitalized, and strengthen their	ability to
continue creditworthy lending in our home markets.2011 represented Popular's first year of operational profitability since 200	6. During 2011
the Corporation, among other: expanded net interest margin to 4.34%; improved its credit profile by completing NPL asset sale	es in P.R. and
the U.S., improved various credit trends in P.R., reduced the provision for loan losses 43% as compared to 2010; and further st	rengthened its
capital position. Popular continued its lending evaluation and approval activities, both commercial and consumer. This includes	d, among other
loan categories, approximately \$1.2 billion in new commercial loans in P.R. and the U.S. Virgin Islands, \$1.3 billion in mortgage	loans in P.R.,
and \$1.2 billion in commercial loans in the U.S. Additionally, during 2011 several asset acquisition transactions were also com	pleted in P.R.
During the first two quarters of 2011, two bulk purchases of residential mortgage loans from a local financial institution, addin	g \$518 million
in performing mortgages loans to our portfolio, were completed. In August 2011, Popular purchased from Citibank, N.A. the A.	Advantage co-
branded credit card portfolio in P.R. and the U.S. Virgin Islands, which had approximately \$131 million in balances and approxi	mately 30,000
active accounts at the time of acquisition. In the U.S., Banco Popular North America (BPNA) returned to profitability in 2011 aft	er several
initiatives that have been in place during the past three years, as well as continued improvement in credit quality. BPNA conti	nues its efforts
to improve profitability following the community banking strategy. As part of the rebranding of the BPNA franchise, its branch	ies in Illinois,
California and Florida now operate under a new name, Popular Community Bank.	